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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-03/16/98-01128-018
*****78.75 *****78.75

SUBJECT: THE RISING STAR EDUCATIONAL AND TRAINING STEEL ORCHESTRA INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: PETER BERNARD
Name (Printed or typed)

13783 SW 66th STREET
Address

MIAMI, FLORIDA 33183
City, State & Zip

(305) 754 - 1494
Daytime Telephone number

Peter Bernard GAVE
AUTHORIZATION BY, PHONE TO
CORRECT Article II - add as stated in the bylaws
DATE 3/19/98
DOC. EXAM BD

NOTE: Please provide the original and one copy of the articles.

B. BROCK MAR 19 1998

FILED
MAR 16 AM 10:44
TALLAHASSEE, FLORIDA

W98-4008

ARTICLES OF INCORPORATION

FOR

**THE RISING STAR EDUCATIONAL AND TRAINING MUSICAL STEEL
ORCHESTRA INCORPORATED**

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be: **The Rising Star Educational and Training
Musical Steel Orchestra Incorporated**

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

**6964 NE 3RD AVENUE
MIAMI, FL 33138**

**ARTICLE III
PURPOSE(S)**

The specific purpose(s) for which the corporation is organized is (are):

The primary purpose of this organization is to promote the steel drum as a musical instrument through educating and training adults, young adults and youth in learning the art of steel pan music.

The major focus of this organization is to promote knowledge and understanding of the steel drum and to educate and train residents/citizens in our society in the musical expressions of the steel pan.

98 MAR 16 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is: as stated in the bylaws.

The Board of Directors shall consist of three members in good financial standing within the organization who will be elected by the incorporators by a majority vote.

The Board of Directors will hold that position for a period of five years (5) and could be re-elected by financial members upon completion of their term in office.

The Board of Directors shall be responsible for scheduling monthly meetings and overseeing the affairs of the organization.

The Board of Directors will be responsible for electing an Executive Director, Secretary and Treasurer and outlining the detailed functions for all positions as well as the organization's members.

The Board of Directors will be responsible for the establishment of all by-laws of the organization as well as the legal, financial and operational functions of the organization.

The Board of Directors will be governed by the organization's by-laws and the laws governing the State of Florida.

Citizens/Residents will be allowed to become members by completing membership applications and complying with the financial and organizational procedures as established by the by-laws.

Members will be allowed all rights and privileges established by the organization.

Members will maintain the rights to terminate membership at any time without any constraints and without refunds of membership fees.

Membership cannot be transferred.

Assets will be equally distributed to all financial members upon dissolution of the organization.

All members will enjoy the same status of active financial members. There will be no differential treatment of members.

The names and addresses of all members will be filed and retained by the secretary of the organization.

The organization will not be aligned to any national or international association subject to the guidelines of any organization, except the State of Florida and that of the United States government.

The Board of Directors will meet once monthly at the organization's headquarters.

Members will be notified at least one month in advance of the dates, times and procedures of all general meetings.

A quorum will be established by the Board of Directors who will be responsible to the members for all organizational transactions.

Members will be required to vote on matters established by the Board of Directors.

Only members present at meetings will be allowed to vote on issues stipulated by the Board of Directors.

The Director will be responsible for all daily operations of the organization and will report to the Board of Directors monthly.

The Board of Directors will be responsible for all proceedings at meetings.

All members will be allowed to be informed of their respective duties by the Director.

The Director will be held responsible for addressing all issues presented by members.

Members will be informed of their financial duties, organizational procedures and obligations by the Director.

The Secretary will be responsible for all minutes and agency's correspondence and will be present at all meetings.

The Treasurer will be required to attend all meetings and provide updated financial information to members quarterly and Board of Directors monthly.

All organization documents are to be kept on the premises of the organization for a period of at least five (5) years.

Vacancies will be filled by a majority vote by the Board of Directors.

The Board of Directors will retain the right to amend all by - laws as deemed necessary.

ARTICLE V
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

PETER BERNARD
13783 SW 66TH STREET, SUITE A118
MIAMI, FL 33183
305 - 754 - 1494

SIGNATURE:

DATE:

3/11/98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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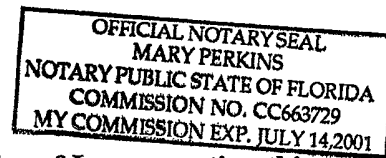
ARTICLE VI
INCORPORATOR(S)

The name(s) and address(es) of the Incorporator(s):

Mary Perkins

The undersigned incorporators have executed these Articles of Incorporation this

12 day of march, 1998.



Signatures of Incorporators.

[Signature]

[Signature]

[Signature]

Peter Bernard
13783 SW 66th Street, #A118
Miami, FL 33183
FL. DL. B656-666-51-180-0

Albert Leach,
3412 NW 9th Ave
Miami, FL 33127
FL. DL. L200-427-54-284-0

Emmanuel James
6964 NE 3rd Ave
Miami, FL 33138
FL. DL. J520-206-48-425-0